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**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** ALL PAPERS SHALL BE FILED IN THE
LEAD CASE, NO. 19-30088 (DM).*

Case Nos. 19-30088 (DM) (Lead Case)
(Jointly Administered)

**DECLARATION OF RICHARD W. SLACK
IN SUPPORT OF THE REORGANIZED
DEBTORS' MOTION TO APPROVE
SECURITIES ADR AND RELATED
PROCEDURES FOR RESOLVING
SUBORDINATED SECURITIES CLAIMS**

1 I, Richard W. Slack, pursuant to section 1746 of title 28 of the United States Code, hereby
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,
3 information, and belief:

4 1. I am a member of the law firm of Weil, Gotshal & Manges LLP, counsel to PG&E
5 Corporation and Pacific Gas and Electric Company (collectively, the “**Debtors**,” or, as reorganized
6 pursuant to the Plan, the “**Reorganized Debtors**”) in the above-captioned chapter 11 cases. I
7 respectfully submit this declaration in support of the *Reorganized Debtors’ Motion to Approve*
8 *Securities ADR and Related Procedures for Resolving Subordinated Securities Claims* (the
9 “**Motion**”).¹

10 2. Attached hereto as Exhibit 1 is a true and correct copy of the *Order Pursuant to 11*
11 *U.S.C. § 105(a) and General Order M-390 Authorizing Implementation of Alternative Dispute*
12 *Resolution Procedures, Including Mandatory Mediation* [Dkt. No. 5037], entered by the United States
13 Bankruptcy Court for the Southern District of New York in *Motors Liquidation Co.*, Case No. 09-
14 50026 (REG) (Bankr. S.D.N.Y. Feb. 23, 2010).

15 3. Attached hereto as Exhibit 2 is a true and correct copy of the Alternative Dispute
16 Resolution Procedures [Dkt. No. 1882-4], approved by the court in *In re City of San Bernardino*, No.
17 6:12-bk-28006 (Bankr. C.D. Cal. July 29, 2016) [Dkt. No. 2164].

18 4. Attached hereto as Exhibit 3 is a true and correct copy of the *Order, Pursuant to Sections*
19 *105 and 502 of the Bankruptcy Code, Approving Alternative Dispute Resolution Procedures to Promote*
20 *the Liquidation of Certain Prepetition Claims* [Dkt. No. 2302], entered by the United States Bankruptcy
21 Court for the Eastern District of Michigan in *In re City of Detroit, Mich.*, No. 13-53846 (TJT) (Bankr.
22 E.D. Mich. Dec. 24, 2013).

23 5. Attached hereto as Exhibit 4 is a true and correct copy of the *Alternative Dispute*
24 *Resolution Procedures Order for Affirmative Claims of Debtors Under Derivatives Contracts*
25 [Dkt. No. 5207], entered by the United States Bankruptcy Court for the Southern District of New York
26 in *In re Lehman Bros. Holdings Inc.*, Case No. 08-13555 (JMP) (Bankr. S.D.N.Y. Sept. 17, 2009).

27
28 ¹ Capitalized terms used but not herein defined have the meanings ascribed to such terms in the Motion.

6. Attached hereto as Exhibit 5 is a true and correct copy of the *Amended Order Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rules 3007 and 9019(b) for Approval of Claim Objection Procedures* [Dkt. No. 7956], entered by the United States Bankruptcy Court for the Southern District of New York in *In re Lehman Bros. Holdings Inc.*, Case No. 08-13555 (JMP) (Bankr. S.D.N.Y. April 19, 2010).

Dated: September 1, 2020

WEIL, GOTSHAL & MANGES LLP

KELLER BENVENUTTI KIM LLP

By: /s/ Richard W. Slack
Richard W. Slack

*Attorneys for the Debtors and
Reorganized Debtors*